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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

07/30, 2013, and ending

12/31, 2013

Name of foundation

BORGLUM, GLORIA CHARITABLE TR IRREV

Number and street (or P.O. box number if mail is not delivered to street address)

1525 W W.T. HARRIS BLVD. D1114-044

City or town, state or province, country, and ZIP or foreign postal code

CHARLOTTE, NC 28262

A Employer identification number

46-3158047

B Telephone number (see instructions)

855-834-0350

C If exemption application is pending, check here ☒ **X**D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply:

☒

Initial return

Initial return of a former public charity

☐

Final return

Amended return

☐

Address change

Name change

H Check type of organization:

☒

Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust☐

Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) \$ 2,043,654.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	2,202,144.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	6.	6.		STMT 1
4 Dividends and interest from securities	26,273.	25,571.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	33,981.			
b Gross sales price for all assets on line 6a	202,836.			
7 Capital gain net income (from Part IV, line 2)		33,981.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	2,262,404.	59,558.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	10,282.	7,712.		2,571.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT. 4	2,300.	NONE	NONE	2,300.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT. 5	265.	265.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT. 6	1,016.	3.		1,013.
24 Total operating and administrative expenses. Add lines 13 through 23	13,863.	7,980.	NONE	5,884.
25 Contributions, gifts, grants paid	97,015.			97,015.
26 Total expenses and disbursements. Add lines 24 and 25	110,878.	7,980.	NONE	102,899.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	2,151,526.			
b Net investment income (if negative, enter -0-)		51,578.		
c Adjusted net income (if negative, enter -0-)				

ENCLOSURE
POSTMARK DATE
MAY 12 2014

SCANNED MAY 22 2014

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments		185,981.	186,009.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)		400,000.	390,347.
	b	Investments - corporate stock (attach schedule)		1,049,568.	1,289,141.
	c	Investments - corporate bonds (attach schedule)		180,562.	178,157.
	11	Investments - land, buildings, and equipment: basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,816,111.	2,043,654.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		1,816,111.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)		1,816,111.	
	31	Total liabilities and net assets/fund balances (see instructions)		1,816,111.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	
2	Enter amount from Part I, line 27a	2	2,151,526.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,151,526.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	335,415.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,816,111.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 202,836.		168,855.	33,981.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			33,981.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	33,981.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

N/A

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012			
2011			
2010			
2009			
2008			
2 Total of line 1, column (d)			2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . Date of ruling or determination letter. _____ (attach copy of letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,032.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2	3	1,032.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,032.
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b Exempt foreign organizations - tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	NONE
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,032.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> NONE <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities




	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CO		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

Part VII-A **Statements Regarding Activities** *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK NA	Telephone no. ▶ (855) 834-0350		
Located at ▶ 1 W 4TH STREET D4000-062, WINSTON-SALEM, NC		ZIP+4 ▶ 27101		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	▶ <input type="checkbox"/>		
and enter the amount of tax-exempt interest received or accrued during the year		15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

<p>1a During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> </p> <p>c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>				
<p>2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))</p> <p>a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes," list the years  _____</p> <p>b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.</p> <p> _____</p>				
<p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>				
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☐ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☐ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☐ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☐ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK 1525 W WT HARRIS BLVD, CHARLOTTE, NC 28288	TRUSTEE 40	10,282.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,760,541.
b	Average of monthly cash balances	1b	179,026.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,939,567.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,939,567.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,094.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,910,473.
6	Minimum investment return. Enter 5% of line 5	6	40,565.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	40,565.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,032.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,032.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	39,533.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	39,533.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	39,533.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	102,899.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	102,899.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	102,899.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				39,533.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 102,899.				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				39,533.
e Remaining amount distributed out of corpus	63,366.			
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a) .)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	63,366.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	63,366.			
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	63,366.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include.

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
GUIDE DOG FDN. FOR THE BLIND INC 371 EAST JERICHO TURNPIKE SMITHTOWN NY 11787	NONE	PC	GENERAL SUPPORT	12,127.
KAPPA ALPHA THETA FOUNDATION 8740 FOUNDERS ROAD INDIANAPOLIS IN 46268-130	NONE	PC	GENERAL SUPPORT	12,127.
MT. RUSEMORE ENHANCEMENT FUND PO BOX 1524 RAPID CITY SD 57709-1524	NONE	PC	GENERAL SUPPORT	36,380.
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON DC 20006	NONE	PC	GENERAL SUPPORT	12,127.
DENVER DUMB FRIENDS LEAGUE 2080 S QUEBEC STREET DENVER CO 80231-3204	NONE	PC	GENERAL SUPPORT	12,127.
PETAID COLORADO 191 YUMA ST DENVER CO 80223	NONE	PC	GENERAL SUPPORT	12,127.
Total			3a	97,015.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6.	
4 Dividends and interest from securities			14	26,273.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	33,981.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				60,260.	
13 Total. Add line 12, columns (b), (d), and (e)				60,260.	

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Schedule of Contributors

OMB No 1545-0047

2013

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

Name of the organization

Employer identification number

BORGLUM, GLORIA CHARITABLE TR IRREV

46-3158047

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
BORGLUM, GLORIA CHARITABLE TR IRREV

Employer identification number
46-3158047

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GLORIA A BORGLUM TRUST 4801 SOUTHWEST PKWY BLDG 1 AUSTIN, TX 78735	\$ 2,202,144.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization BORGLUM, GLORIA CHARITABLE TR IRREV	Employer identification number 46-3158047
---	--

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	SCHEDULE ATTACHED	\$ <u>1,869,668.</u>	<u>07/30/2014</u>
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
WELLS FARGO - SECURED MARKET DEPOSIT ACC	6.	6.
TOTAL	6.	6.
	=====	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
AFLAC INC COM	252.	252.
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	14.	14.
ABBVIE INC	40.	40.
ANHEUSER-BUSCH INBEV SPN ADR	101.	101.
APACHE CORP COM RTS EXP 01/31/2006	20.	20.
APPLE COMPUTER INC COM	153.	153.
BAXTER INTL INC COM W/RIGHTS ATTACHED EX	25.	25.
BHP LIMITED SPONS ADR COM	118.	118.
BOEING CO COM	97.	97.
CVS CORP COM	45.	45.
CATERPILLAR INC COM W/RTS EXP 12/11/2006	60.	60.
CELANESE CORP	36.	36.
CHEVRONTXACO CORP COM	175.	175.
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	85.	85.
CONOCOPHILLIPS COM	69.	69.
DEERE & CO COM	51.	51.
DIAGEO PLC SPONSORED ADR NEW	189.	189.
DOMINION RES INC VA NEW COM	450.	450.
DRIEHAUS ACTIVE INCOME FUND	244.	244.
GATEWAY FUND - Y #1986	205.	205.
HSBC HLDGS PLC SPONSORED ADR NEW	170.	170.
HSBC FRONTIER MARKETS-I	240.	240.
INTEL CORP COM	90.	90.
ISHARES MSCI EAFE INDEX FD	437.	437.
ISHARES S & P MIDCAP 400 INDEX FUND	359.	359.
ISHARES S & P SMALLCAP 600 INDEX FUND	293.	293.
JOHNSON & JOHNSON COM	528.	528.
KRAFT FOODS GROUP INC	385.	385.
MCDONALDS CORP COM	1,588.	1,588.
MONDELEZ INTERNATIONAL INC	308.	308.
NATIONAL OILWELL INC COM	26.	26.
ASG GLOBAL ALTERNATIVES-Y #1993	1,494.	1,494.
EIC946 5892 04/21/2014 13:47:12		

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ORACLE CORP COM	12.	12.
PIMCO EMERG MKTS BD-INST #137	1,131.	1,131.
POWERSHARES LISTED PRIVATE EQUITY	6,444.	6,444.
PUTNAM FLOATING RATE INC FUND #1857	373.	373.
SPDR DJ WILSHIRE INTERNATIONAL REAL	2,022.	2,022.
SCHLUMBERGER LTD COM	31.	31.
TJX COS INC NEW COM	116.	116.
TARGET CORP COM	172.	172.
TEVA PHARMACEUTICAL INDS LTD ADR	32.	32.
THERMO ELECTRON CORP COM W/RTS ATTACHED	11.	11.
3M CO COM	127.	127.
TOTAL FINA ELF S A SPONSORED ADR	80.	80.
TRAVELERS COMPANIES, INC	425.	425.
US BANCORP DEL COM NEW W/RIGHTS ATTACHED	46.	46.
UNION PAC CORP COM	59.	59.
VANGARD MSCI EMERGING MARKETS EFT	478.	478.
VANGUARD REIT VIPER	2,263.	1,586.
WELLS FARGO ADV HI INC-INS #3110	1,039.	1,039.
WF ADV SHORT DUR GOVT BOND-I #3145	3,006.	3,006.
EATON CORP PLC	59.	34.
	-----	-----
TOTAL	26,273.	25,571.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
PRICewaterHOUSE COOPER - 1023	2,300.			2,300.
TOTALS	2,300.	NONE	NONE	2,300.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	54.	54.
FOREIGN TAXES ON QUALIFIED FOR	82.	82.
FOREIGN TAXES ON NONQUALIFIED	129.	129.
TOTALS	265.	265.
	=====	=====

BORGLUM, GLORIA CHARITABLE TR IRREV

46-3158047

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
DENVER PROBATE COURT - REGISTR	163.		163.
FORM 1023 USER FEE	850.		850.
ADR FEE	3.	3.	
TOTALS	----- 1,016. =====	----- 3. =====	----- 1,013. =====

BORGLUM, GLORIA CHARITABLE TR IRREV

46-3158047

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
949917595 WF ADV SHORT DUR GOV	400,000.	390,347.
	-----	-----
TOTALS	400,000.	390,347.
	=====	=====

BORGLUM, GLORIA CHARITABLE TR IRREV
 FORM 990PF, PART II - CORPORATE STOCK
 =====

46-3158047

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
001055102 AFLAC INC	17,324.	23,380.
002824100 ABBOTT LABS	2,557.	3,833.
00287Y109 ABBVIE INC	2,773.	5,281.
008252108 AFFILIATED MANAGERS	9,583.	21,688.
03524A108 ANHEUSER-BUSCH INBEV	12,467.	13,308.
037411105 APACHE CORP	11,212.	8,594.
037833100 APPLE INC	8,384.	14,026.
071813109 BAXTER INTL INC	3,534.	3,478.
084670702 BERKSHIRE HATHAWAY I	7,855.	11,856.
097023105 BOEING CO	6,486.	13,649.
126650100 CVS/CAREMARK CORPORA	6,998.	14,314.
149123101 CATERPILLAR INC	10,300.	9,081.
150870103 CELANESE CORP	4,703.	5,531.
166764100 CHEVRON CORP	7,391.	9,368.
17275R102 CISCO SYSTEMS INC	7,565.	11,215.
177376100 CITRIX SYS INC COM	6,777.	6,325.
20825C104 CONOCOPHILLIPS	5,240.	7,065.
244199105 DEERE & CO	8,399.	9,133.
25243Q205 DIAGEO PLC - ADR	11,066.	16,553.
254687106 WALT DISNEY CO	7,256.	15,280.
25746U109 DOMINION RES INC VA	19,246.	25,876.
38143H381 GOLDMAN SACHS COMM S	43,314.	39,387.
38259P508 GOOGLE INC	8,010.	11,207.
404280406 HSBC - ADR	10,795.	11,026.
40428X222 HSBC FRONTIER MARKET	25,000.	25,493.
458140100 INTEL CORP	4,274.	5,191.
464287465 ISHARES MSCI EAFE ET	50,002.	50,724.
464287507 ISHARES CORE S&P MID	37,710.	51,517.
464287804 ISHARES CORE S&P SMA	35,577.	53,474.

BORGLUM, GLORIA CHARITABLE TR IRREV
 FORM 990PF, PART II - CORPORATE STOCK
 =====

46-3158047

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
478160104 JOHNSON & JOHNSON	26,238.	36,636.
50076Q106 KRAFT FOODS GROUP IN	27,020.	39,516.
580135101 MCDONALDS CORP	82,669.	97,515.
609207105 MONDELEZ INTERNATIONAL	50,004.	77,660.
637071101 NATIONAL OILWELL INC	3,694.	3,977.
63872T885 ASG GLOBAL ALTERNATI	50,000.	49,267.
641069406 NESTLE S.A. REGISTER	9,846.	11,039.
66987V109 NOVARTIS AG - ADR	6,106.	8,038.
68389X105 ORACLE CORPORATION	2,943.	3,826.
73935S105 POWERSHARES DB COMMO	31,736.	28,149.
73935X195 POWERSHARES LISTED P	62,234.	65,449.
78463X863 SPDR DJ WILSHIRE INT	66,956.	69,010.
806857108 SCHLUMBERGER LTD	8,331.	9,011.
872540109 TJX COS INC NEW	10,634.	25,492.
87612E106 TARGET CORP	9,922.	12,654.
883556102 THERMO FISHER SCIENT	4,857.	8,351.
88579Y101 3M CO	8,394.	14,025.
89151E109 TOTAL S.A. - ADR	7,753.	9,191.
89417E109 TRAVELERS COMPANIES,	26,421.	38,480.
902973304 US BANCORP DEL NEW	4,960.	8,080.
907818108 UNION PACIFIC CORP	7,612.	12,600.
922042858 VANGUARD FTSE EMERGI	35,855.	31,266.
922908553 VANGUARD REIT VIPER	82,564.	89,868.
92857W209 VODAFONE GROUP PLC N	25,449.	35,576.
G29183103 EATON CORP PLC	5,572.	7,612.
	-----	-----
TOTALS	1,049,568.	1,289,141.
	=====	=====

BORGLUM, GLORIA CHARITABLE TR IRREV
FORM 990PF, PART II - CORPORATE BONDS
=====

46-3158047

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
262028855 DRIEHAUS ACTIVE INCO	50,000.	50,186.
693391559 PIMCO EMERG MKTS BD-	40,424.	37,966.
746763226 PUTNAM FLOATING RATE	50,000.	50,335.
949917538 WELLS FARGO ADV HI I	40,138.	39,670.
	-----	-----
TOTALS	180,562.	178,157.
	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND INCOME POSTING NEXT YR EFFECTIVE CURRENT YR	2,480.
ROC ADJUSTMENTS	459.
COS/FMV ADJUSTMENT ON ASSETS CONTRIBUTED	332,476.

TOTAL	335,415.
	=====

BORGLUM, GLORIA CHARITABLE TR IRREV

46-3158047

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

=====

NAME AND ADDRESS

GLORIA A BORGLUM TRUST
4801 SOUTHWEST PKWY BLDG 1
AUSTIN, TX 78735

STATEMENT 12

BORGLUM, GLORIA CHARITABLE TR IRREV

46-3158047

FORM 990PF, PART VII-A, LINE 12 EXPLANATION
=====

Colorado

STATEMENT 13

GLORIA BORGLUM CHARITABLE TRUST

Account Name	Units	Asset Name	Principal Amount	Income Amount	Cost	Market Value	Post Date
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	BERKSHIRE HATHAWAY INC	0 00	0 00	7,854.75	11,642.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	38,610.0390	WF ADV SHORT DUR GOVT BOND-I #3145	0 00	0 00	400,000.00	392,278.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	3,351.2060	WELLS FARGO ADV HI INC-INS #3110	0 00	0 00	25,000.00	25,871.31	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	UNION PACIFIC CORP	0 00	0 00	10,148.75	15,722.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	200 0000	US BANCORP DEL NEW	0 00	0 00	4,959.96	7,498.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	425 0000	TRAVELERS COMPANIES, INC	0 00	0 00	26,421.19	35,449.25	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	TOTAL S A - ADR	0 00	0 00	4,721.41	5,282.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	3M CO	0 00	0 00	8,393.97	11,661.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	1,973.6840	WELLS FARGO ADV HI INC-INS #3110	0 00	0 00	15,138.16	15,236.84	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	905 0000	VODAFONE GROUP PLC NEW ADR	0 00	0 00	25,448.60	27,041.40	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	1,392.0000	VANGUARD REIT VIPER	0 00	0 00	82,564.07	98,414.40	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	760 0000	VANGUARD FTSE EMERGING MARKETS ETF	0 00	0 00	35,854.88	30,065.60	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	THERMO FISHER SCIENTIFIC INC	0 00	0 00	6,475.50	9,040.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	TEVA PHARMACEUTICAL INDUSTRIES - ADR	0 00	0 00	4,960.99	3,990.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	200 0000	TARGET CORP	0 00	0 00	9,921.96	14,302.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	400 0000	TJX COS INC NEW	0 00	0 00	10,633.96	20,720.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	SCHLUMBERGER LTD	0 00	0 00	8,330.98	8,115.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	1,675.0000	SPDR DJ WILSHIRE INTERNATIONAL REAL	0 00	0 00	66,955.86	68,582.04	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	5,409.0000	POWERSHARES LISTED PRIVATE EQUITY	0 00	0 00	62,233.79	62,690.31	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	1,097.0000	POWERSHARES DB COMMODITY INDEX	0 00	0 00	31,736.21	28,346.48	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	2,179.5990	PIMCO EMERG MKTS BD-INST #137	0 00	0 00	25,000.00	24,694.86	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	1,368.6130	PIMCO EMERG MKTS BD-INST #137	0 00	0 00	15,424.27	15,506.39	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	ORACLE CORPORATION	0 00	0 00	2,942.98	3,248.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	NOVARTIS AG - ADR	0 00	0 00	6,106.00	7,132.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	NESTLE S A REGISTERED SHARES - ADR	0 00	0 00	6,245.00	6,684.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	2,200 0000	MONDELEZ INTERNATIONAL INC	0 00	0 00	50,003.91	69,542.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	1,005 0000	MCDONALDS CORP	0 00	0 00	82,668.79	98,359.35	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	733 0000	KRAFT FOODS GROUP INC	0 00	0 00	27,019.55	41,407.17	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	400 0000	JOHNSON & JOHNSON	0 00	0 00	26,238.00	37,284.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	490 0000	ISHARES CORE S&P SMALL-CAP E	0 00	0 00	35,576.50	47,079.20	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	200 0000	WALT DISNEY CO	0 00	0 00	7,255.96	12,922.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	3,770.7600	DIAMOND HILL LONG-SHORT FD CL I #11	0 00	0 00	64,329.17	80,241.77	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	DIAGEO PLC - ADR	0 00	0 00	7,815.98	12,270.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	DEERE & CO	0 00	0 00	8,398.50	8,302.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	385 0000	ISHARES CORE S&P MIDCAP ETF	0 00	0 00	37,710.21	47,020.05	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	200 0000	INTEL CORP	0 00	0 00	4,273.96	4,648.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	HSBC - ADR	0 00	0 00	5,235.00	5,610.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	10 0000	GOOGLE INC	0 00	0 00	8,009.80	8,822.70	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	400 0000	DOMINION RES INC VA	0 00	0 00	19,245.90	23,744.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	CONOCOPHILLIPS	0 00	0 00	5,239.79	6,518.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	CITRIX SYS INC COM	0 00	0 00	6,776.97	6,898.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	500 0000	CISCO SYSTEMS INC	0 00	0 00	7,564.90	12,665.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	CHEVRON CORP	0 00	0 00	9,854.98	12,617.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	CELANESE CORP	0 00	0 00	4,702.97	4,709.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	CATERPILLAR INC	0 00	0 00	10,299.50	8,302.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	200 0000	CVS/CAREMARK CORPORATION	0 00	0 00	6,997.96	12,324.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	BOEING CO	0 00	0 00	6,485.98	10,481.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	BHP BILLITON LIMITED - ADR	0 00	0 00	9,193.00	6,405.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	25 0000	APPLE INC	0 00	0 00	8,383.56	11,194.75	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	APACHE CORP	0 00	0 00	11,211.97	8,115.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	ANHEUSER-BUSCH INBEV SPN ADR	0 00	0 00	9,902.89	8,879.00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	AFFILIATED MANAGERS GROUP, INC COM	0 00	0 00	9,582.97	17,257.00	7/30/2013

GLORIA BORGLUM CHARITABLE TRUST

Account Name	Units	Asset Name	Principal Amount	Income Amount	Cost	Market Value	Post Date
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	ABBVIE INC	0 00	0 00	2,772 54	4,506 00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	100 0000	ABBOTT LABS	0 00	0 00	2,556 71	3,674 00	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	350 0000	AFLAC INC	0 00	0 00	17,323 69	21,353 50	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	77 0000	EATON CORP PLC	0 00	0 00	3,996 73	5,206 74	7/30/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	1,683 9790	GATEWAY FUND - Y #1986	0 00	0 00	45,181 16	47,538 73	8/1/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	811 0300	IVY ASSET STRATEGY FUND CLASS I #473	0 00	0 00	20,000 00	23,090 02	8/1/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	712 0610	IVY ASSET STRATEGY FUND CLASS I #473	0 00	0 00	18,570 55	20,272 38	8/1/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	5,189 0480	GOLDMAN SACHS COMM STRATEGY #2653	0 00	0 00	33,313 69	29,110 56	8/1/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	50 0000	U S SVGS BDS SER EE 9 000% 1/01/25	0 00	0 00	25 00	52 02	8/5/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	0 0000		0 00	467 68	0 00		8/21/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	0 0000		0 00	103,902 92	0 00		9/16/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	0 0000		124,202 65	0 00	0 00		9/23/2013
BORGLUM, GLORIA CHARITABLE TR IRREV	0 0000		0 00	103,902 92	0 00		9/23/2013
			124,202 65	208,273 52	1,537,191 98	1,869,668 15	